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THE LAW OFFICE OF MICHAEL J. MOORE

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April 20, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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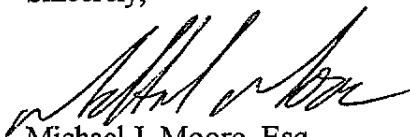
Re: **M&R ENTERPRISES, INC.**

Dear Division of Corporations:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced corporation, and a check for \$87.50.

Please file the Articles and return a Certified Copy of the approved Articles to the undersigned attorney.

Sincerely,



Michael J. Moore, Esq.
Attorney at Law

enclosure

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 14 PM 3:52

F. CHESSEY MAY 16

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 7, 2002

THE LAW OFFICES OF MICHAEL J MOORE
100 SECOND AVE SOUTH
SUITE 200
ST PETERSBURG, FL 33701

SUBJECT: M&R ENTERPRISES, INC.
Ref. Number: W02000013043

We have received your document for M&R ENTERPRISES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6904.

Freida Chesser
Corporate Specialist
New Filings Section

Letter Number: 702A00028555

ARTICLES OF INCORPORATION
OF
SMITTY'S INVESTMENTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation shall be:

SMITTY'S INVESTMENTS, INC.

Article 2. Address. The location and mailing address of the principal office of the Corporation is **2526 Third Avenue South, St. Petersburg, Florida 33733.**

Article 3. Authorized Shares. The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive net assets of the Corporation upon dissolution. The Corporation is authorized to issue 1000 common shares.

Article 4. Purpose. The purpose for which the Corporation is organized is to transact all lawful business for which Corporations may be organized under the Florida Business Corporation Act (Florida Statutes Chapter 607).

Article 5. Effective Date. The effective date of incorporation shall be May 5, 2002.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Director of the corporation is **Robert Smith**, whose address is **2526 Third Avenue South, St. Petersburg, Florida 33733.**

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Article 7. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is **2526 Third Avenue South, St. Petersburg, Florida 33733**, and the name of the initial Registered Agent at that address is **Robert Smith**.

Article 8. Incorporator. The name of the Incorporator is **Robert Smith**, whose address is **2526 Third Avenue South, St. Petersburg, Florida 33733**.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this the 5th day of May, 2002.


Robert Smith

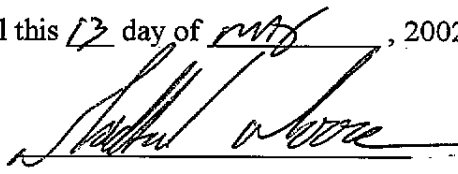
**STATE OF FLORIDA
COUNTY OF PINELLAS**

Before me personally appeared **Robert Smith** known to me personally to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 13 day of May, 2002.



Michael J Moore
My Commission DD100825
Expires March 17 2006



Notary Public

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, **Robert Smith**, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Robert Smith

Date: April 20, 2002

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